

Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To

The Chairman of 34th Annual General Meeting (AGM) of the members of Neuland Laboratories Limited (the Company) held on Friday, August 10, 2018 at 2.30 p.m. at the Grand Ball Room, Taj Krishna, Road No.1, Banjara Hills, Hyderabad - 500 034.

Dear Sir,

I, D. Hanumanta Raju, Partner of D. Hanumanta Raju & Co, Company Secretaries, having our office at B-13, F-1, P.S.Nagar, Vijayanagar Colony, Hyderabad – 500 057, have been appointed as Scrutinizer of Neuland Laboratories Limited (“the Company”) having its Registered Office address at Sanali Info Park, 'A' Block, Ground Floor, 8-2-120/113, Road No 2, Banjara Hills, Hyderabad, Telangana – 500 034 for the purpose of scrutinizing the e- voting process and physical ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the (Management and Administration) Rules, 2014 as amended from time to time on the resolution(s) as mentioned in the notice of 34th Annual General Meeting of the Equity shareholders of Neuland Laboratories Limited held on Friday, August 10, 2018 at 2.30 p.m. at the Grand Ball Room, Taj Krishna, Road No.1, Banjara Hills, Hyderabad – 500 034, India.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical ballot process on the resolutions contained in the notice to the 34th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting and physical ballot process is restricted to make a Scrutinizer's report of the votes cast “in favour” or “against” the resolutions stated above, based on the reports generated by Karvy Computershare Private Limited, the authorized agency engaged by the Company.

I submit my report as under:

1. The e-voting period remained open from Tuesday, August 7, 2018 (09.00 a.m.) to Thursday, August 9, 2018 (05.00 p.m.)
2. The shareholders holding shares as on the “cut off” date i.e. August 3, 2018 were entitled to vote through e-voting and those who were present on the date of AGM, and not opted to vote through e-voting were entitled to vote through physical ballot process on the



resolution(s) 1 to 7 as set out in the Notice of 34th AGM of Neuland Laboratories Limited.

3. The remote e-voting was closed at August 9, 2018 at 5.00 p.m. The votes cast were unblocked on August 10, 2018 at 3.53 p.m. in the presence of two witnesses, Mrs. Shaik Razia and Mr. Shedole Amarnath who are not in the employment of the company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted "in favour" or "against" were downloaded from the e-voting website of Karvy Computershare Private Limited.

4. Further, on the date of Annual General Meeting, 158 (One Hundred and Fifty Eight only) (117 members and 41 proxies) have voted through physical ballot process.
5. The result of e-voting as well as physical ballot is as under:

Item No.1:

- a. **Ordinary resolution to receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.**

- i. Voted In favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
124	4711296	99.972

- ii. Voted Against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
46	1299	0.028

- iii. Invalid Votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
5	1204



Item No. 2:

Ordinary Resolution for re-appointment of Mr. Davuluri Saharsh Rao who retires by rotation.

i. Voted In favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
124	4711296	99.972

ii. Voted Against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
46	1299	0.028

iii. Invalid Votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
5	1204

Item No.3:-

Special resolution for payment of minimum remuneration to Dr. Davuluri Rama Mohan Rao, Chairman & Managing Director of the Company.

i. Voted In favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
117	4689711	99.514

ii. Voted Against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
53	22884	0.486



iii. Invalid Votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
5	1204

Item No.4:-

Special resolution for payment of minimum remuneration to Mr. Davuluri Saharsh Rao, Whole Time Director of the Company designated as Joint Managing Director.

i. Voted In favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
118	4689712	99.514

ii. Voted Against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
52	22883	0.486

iii. Invalid Votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
5	1204

Item No.5:-

Special resolution for payment of minimum remuneration to Mr. Davuluri Sucheth Rao, Whole Time Director of the Company designated as Vice Chairman and Chief Executive Officer.

i. Voted Infavour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
117	4689711	99.514



ii. Voted Against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
53	22884	0.486

iii. Invalid Votes(Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
5	1204

Item No.6:-

Special resolution for re-appointment of Mr. Davuluri Sucheth Rao as Whole Time Director designated as Vice Chairman and Chief Executive Officer of the company for a period of five (5) years from August 1, 2018.

i. Voted Infavour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
124	4711296	99.972

ii. Voted Against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
46	1299	0.028

iii. Invalid Votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
5	1204



Item No.7:-

Ordinary resolution for ratification of Cost Auditor's remuneration.

i. Voted In favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
122	4711240	99.971

ii. Voted Against the resolution:

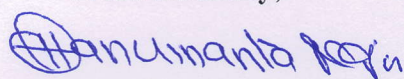
Number of members voted	Number of votes cast	% of total number of valid votes cast
48	1355	0.029

iii. Invalid Votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
5	1204

6. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to the Chairman of the Company for safe keeping.

Thanking You,
Yours faithfully,



D.HANUMANTA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES



Place: Hyderabad
Date: 10/08/2018